

1 DAVID L. NEALE (State Bar No. 141225)
2 TODD M. ARNOLD (State Bar No. 221868)
3 JOHN-PATRICK M. FRITZ (State Bar No. 245240)
4 ROBERT M. CARRASCO (SBN 334642)
5 LEVENE, NEAL, BENDER, YOO & GOLUBCHIK L.L.P.
6 2818 La Cienega Avenue
7 Los Angeles, California 90034
8 Telephone: (310) 229-1234
9 Facsimile: (310) 229-1244
10 Email: dln@lnbyg.com; tma@lnbyg.com; jpf@lnbyg.com; rmc@lnbyg.com

11 Proposed Attorneys for Debtors and Debtors in Possession

12 **UNITED STATES BANKRUPTCY COURT**
13 **CENTRAL DISTRICT OF CALIFORNIA - LOS ANGELES DIVISION**

14 In re:

15 ☐ ITTELLA INTERNATIONAL LLC,
16 a California limited liability company
17 ☐ ITTELLA'S CHEF, LLC,
18 a California limited liability company
19 ☐ TATTOOED CHEF, INC.,
20 a Delaware corporation
21 ☐ MYJOJO, INC.,
22 a Delaware corporation
23 ☐ NEW MEXICO FOOD
24 DISTRIBUTORS, INC.,
25 a New Mexico corporation
26 ☐ KARSTEN TORTILLA FACTORY,
27 LLC,
28 a New Mexico limited liability company
☐ BCI ACQUISITION, INC.,
a Delaware corporation
☒ TTCF-NM HOLDINGS INC.,
a New Mexico corporation
☐ All Debtors

Lead Case No.: 2:23-bk-14154-SK

Jointly administered with Case Nos.
2:23-bk-14159-SK; 2:23-bk-14161-SK;
2:23-bk-14157-SK; 2:23-bk-14158-SK;
2:23-bk-14155-SK; 2:23-bk-14156-SK; and
2:23-bk-14160-SK

Chapter 11

Debtors and Debtors-in-Possession.

SCHEDULES OF ASSETS AND LIABILITIES FOR
TTCF-NM HOLDINGS INC.
(CASE NO. 2:23-bk-14160-SK)

Fill in this information to identify the case:

Debtor name: TTCF-NM Holdings Inc.

United States Bankruptcy Court for the: Central District of California

Case number: 2:23-bk-14160-SK

☐

Check if this is an
amended filing

Official Form 206Sum

Summary of Assets and Liabilities for Non-Individuals

1. Schedule A/B: Assets - Real and Personal Property (Official Form 206A/B)

1a. Real property:

Copy line 88 from Schedule A/B

\$0.00

1b. Total personal property:

Copy line 91A from Schedule A/B

\$1,560,848.73

1c. Total of all property:

Copy line 92 from Schedule A/B

\$1,560,848.73

2. Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)

Copy the total dollar amount listed in Column A, Amount of claim, from line 3 of Schedule D

\$19,000,000.00

3. Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)

3a. Total claim amounts of priority unsecured claims:

Copy the total claims from Part 1 from line 5a of Schedule E/F

\$0.00

3b. Total amount of claims of nonpriority amount of unsecured claims:

Copy the total of the amount of claims from Part 2 from line 5b of Schedule E/F

\$197,364.56

4. Total Liabilities

Lines 2 + 3a + 3b

\$19,197,364.56

Fill in this information to identify the case:

Debtor name: TTCF-NM Holdings Inc.

United States Bankruptcy Court for the: Central District of California

Case number: 2:23-bk-14160-SK

☐

Check if this is an
amended filing

Official Form 206A/B

Schedule A/B: Assets — Real and Personal Property 12/15

Disclose all property, real and personal, which the debtor owns or in which the debtor has any other legal, equitable, or future interest. Include all property in which the debtor holds rights and powers exercisable for the debtor's own benefit. Also include assets and properties which have no book value, such as fully depreciated assets or assets that were not capitalized. In Schedule A/B, list any executory contracts or unexpired leases. Also list them on Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G).

Be as complete and accurate as possible. If more space is needed, attach a separate sheet to this form. At the top of any pages added, write the debtor's name and case number (if known). Also identify the form and line number to which the additional information applies. If an additional sheet is attached, include the amounts from the attachment in the total for the pertinent part.

For Part 1 through Part 11, list each asset under the appropriate category or attach separate supporting schedules, such as a fixed asset schedule or depreciation schedule, that gives the details for each asset in a particular category. List each asset only once. In valuing the debtor's interest, do not deduct the value of secured claims. See the instructions to understand the terms used in this form.

Part 1: Cash and Cash Equivalents

1. Does the debtor have any cash or cash equivalents?



No. Go to Part 2.



Yes. Fill in the information below.

All cash or cash equivalents owned or controlled by the debtor

Current value of debtor's interest

2. Cash on hand

2.1

\$0.00

3. Checking, savings, money market, or financial brokerage accounts *(Identify all)*

Name of institution (bank or brokerage firm)

Type of account

Last 4 digits of account #

3.1

\$0.00

4. Other cash equivalents *(Identify all)*

4.1

\$0.00

5. Total of Part 1

Add lines 2 through 4 (including amounts on any additional sheets). Copy the total to line 80.

\$0.00

Part 2: Deposits and prepayments

6. Does the debtor have any deposits or prepayments?



No. Go to Part 3.



Yes. Fill in the information below.

Current value of debtor's interest

7. Deposits, including security deposits and utility deposits

Description, including name of holder of deposit

7.1

\$0.00

8. Prepayments, including prepayments on executory contracts, leases, insurance, taxes, and rent

Description, including name of holder of prepayment

8.1

\$0.00

9. Total of Part 2

Add lines 7 through 8. Copy the total to line 81.

\$0.00

Part 3: Accounts receivable**10. Does the debtor have any accounts receivable?**☒ No. Go to Part 4.☐ Yes. Fill in the information below.

Current value of debtor's interest

11. Accounts receivable

11a.	90 days old or less:		—		=	→		\$0.00
		face amount		doubtful or uncollectible accounts				

11b.	Over 90 days old:		—		=	→		\$0.00
		face amount		doubtful or uncollectible accounts				

12. Total of Part 3

Current value on lines 11a + 11b = line 12. Copy the total to line 82.

\$0.00

Part 4: Investments**13. Does the debtor own any investments?**☒ No. Go to Part 5.☐ Yes. Fill in the information below.

Valuation method used for current value

Current value of debtor's interest

14. Mutual funds or publicly traded stocks not included in Part 1

Name of fund or stock:

14.1

\$0.00

15. Non-publicly traded stock and interests in incorporated and unincorporated businesses, including any interest in an LLC, partnership, or joint venture

Name of entity: % of ownership:

15.1

\$0.00

16. Government bonds, corporate bonds, and other negotiable and non-negotiable instruments not included in Part 1

Describe:

16.1

\$0.00

17. Total of Part 4

Add lines 14 through 16. Copy the total to line 83.

\$0.00

Part 5: Inventory, excluding agriculture assets

18. Does the debtor own any inventory (excluding agriculture assets)?

- ☒ No. Go to Part 6.
- ☐ Yes. Fill in the information below.

General description	Date of the last physical inventory	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
19. Raw materials				
19.1				\$0.00
20. Work in progress				
20.1				\$0.00
21. Finished goods, including goods held for resale				
21.1				\$0.00
22. Other inventory or supplies				
22.1				\$0.00

23. Total of Part 5

Add lines 19 through 22. Copy the total to line 84.

\$0.00

24. Is any of the property listed in Part 5 perishable?

- ☐ No
- ☐ Yes

25. Has any of the property listed in Part 5 been purchased within 20 days before the bankruptcy was filed?

- ☐ No
- ☐ Yes

Book value

Valuation method

Current value

26. Has any of the property listed in Part 5 been appraised by a professional within the last year?

- ☐ No
- ☐ Yes

Part 6: Farming and fishing-related assets (other than titled motor vehicles and land)

27. Does the debtor own or lease any farming and fishing-related assets (other than titled motor vehicles and land)?

- ☒ No. Go to Part 7.
- ☐ Yes. Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
28. Crops—either planted or harvested			
28.1			\$0.00
29. Farm animals <i>Examples:</i> Livestock, poultry, farm-raised fish			
29.1			\$0.00
30. Farm machinery and equipment (Other than titled motor vehicles)			
30.1			\$0.00
31. Farm and fishing supplies, chemicals, and feed			
31.1			\$0.00
32. Other farming and fishing-related property not already listed in Part 6			
32.1			\$0.00
33. Total of Part 6			
Add lines 28 through 32. Copy the total to line 85.			\$0.00

34. Is the debtor a member of an agricultural cooperative?

- ☐ No
- ☐ Yes. Is any of the debtor's property stored at the cooperative?

☐ No

☐ Yes

35. Has any of the property listed in Part 6 been purchased within 20 days before the bankruptcy was filed?

- ☐ No
- ☐ Yes

Book valueValuation methodCurrent value

36. Is a depreciation schedule available for any of the property listed in Part 6?

- ☐ No
- ☐ Yes

37. Has any of the property listed in Part 6 been appraised by a professional within the last year?

- ☐ No
- ☐ Yes

Part 7: Office furniture, fixtures, and equipment; and collectibles

38. Does the debtor own or lease any office furniture, fixtures, equipment, or collectibles?

- ☒ No. Go to Part 8.
- ☐ Yes. Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
39. Office furniture			
39.1 See Schedule AB 50			\$0.00
40. Office fixtures			
40.1 See Schedule AB 50			\$0.00
41. Office equipment, including all computer equipment and communication systems equipment and software			
41.1 See Schedule AB 50			\$0.00
42. Collectibles Examples: Antiques and figurines; paintings, prints, or other artwork; books, pictures, or other art objects; china and crystal; stamp, coin, or baseball card collections; other collections, memorabilia, or collectibles			
42.1			\$0.00
43. Total of Part 7			
Add lines 39 through 42. Copy the total to line 86.			\$0.00

44. Is a depreciation schedule available for any of the property listed in Part 7?

- ☐ No
- ☐ Yes

45. Has any of the property listed in Part 7 been appraised by a professional within the last year?

- ☐ No
- ☐ Yes

Part 8: Machinery, equipment, and vehicles

46. Does the debtor own or lease any machinery, equipment, or vehicles?

- ☐ No. Go to Part 9.
- ☒ Yes. Fill in the information below.

General description Include year, make, model, and identification numbers (i.e., VIN, HIN, or N-number)	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
47. Automobiles, vans, trucks, motorcycles, trailers, and titled farm vehicles			
47.1 2014 Dodge Ram (VIN 3C6JR6AT8EG175774)	\$7,148.38	Comps	\$4,595.39
47.2 2012 Dodge Ram (VIN 1C6RD6FT7CS332100)	\$7,744.08	Comps	\$4,978.34

48. Watercraft, trailers, motors, and related accessories Examples: Boats, trailers, motors, floating homes, personal watercraft, and fishing vessels

48.1

\$0.00

49. Aircraft and accessories

49.1

\$0.00

50. Other machinery, fixtures, and equipment (excluding farm machinery and equipment)

50.1

See Exhibit AB 50

\$1,551,275.00

Appraisal

\$1,551,275.00

51. Total of Part 8.

Add lines 47 through 50. Copy the total to line 87.

\$1,560,848.73

52. Is a depreciation schedule available for any of the property listed in Part 8?

☒ No

☐ Yes

53. Has any of the property listed in Part 8 been appraised by a professional within the last year?

☐ No

☒ Yes

Part 9: Real Property

54. Does the debtor own or lease any real property?

☐ No. Go to Part 10.

☒ Yes. Fill in the information below.

55. Any building, other improved real estate, or land which the debtor owns or in which the debtor has an interest

Description and location of property Include street address or other description such as Assessor Parcel Number (APN), and type of property (for example, acreage, factory, warehouse, apartment or office building), if available.	Nature and extent of debtor's interest in property	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
55.1 1700 Desert Surf Circle., NE Albuquerque, New Mexico 87107.-Manufacturing Facility	Leased	\$0.00	Net Book Value	\$0.00

56. Total of Part 9.

Add the current value of all lines in question 55 and entries from any additional sheets. Copy the total to line 88.

\$0.00

57. Is a depreciation schedule available for any of the property listed in Part 9?

☒ No

☐ Yes

58. Has any of the property listed in Part 9 been appraised by a professional within the last year?

☒ No

☐ Yes

Part 10: Intangibles and intellectual property

59. Does the debtor have any interests in intangibles or intellectual property?

- ☐ No. Go to Part 11.
- ☒ Yes. Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
60. Patents, copyrights, trademarks, and trade secrets			
60.1			\$0.00
61. Internet domain names and websites			
61.1			\$0.00
62. Licenses, franchises, and royalties			
62.1			
ADP	\$0.00	None	Undetermined
62.2			
BarTender	\$0.00	None	Undetermined
62.3			
Presage Analytics	\$0.00	None	Undetermined
63. Customer lists, mailing lists, or other compilations			
63.1			\$0.00
64. Other intangibles, or intellectual property			
64.1			\$0.00
65. Goodwill			
65.1			
Goodwill	Undetermined	None	Undetermined
66. Total of Part 10.			
Add lines 60 through 65. Copy the total to line 89.			Undetermined

67. Do your lists or records include personally identifiable information of customers (as defined in 11 U.S.C. §§ 101(41A) and 107)?

- ☒ No
- ☐ Yes

68. Is there an amortization or other similar schedule available for any of the property listed in Part 10?

- ☒ No
- ☐ Yes

69. Has any of the property listed in Part 10 been appraised by a professional within the last year?

- ☒ No
- ☐ Yes

Part 11: All other assets

70. Does the debtor own any other assets that have not yet been reported on this form?

Include all interests in executory contracts and unexpired leases not previously reported on this form.

☒ No. Go to Part 12.

☐ Yes. Fill in the information below.

Current value of debtor's interest

71. Notes receivable

Description (include name of obligor)

71.1

_____	_____	=	→	_____	\$0.00
	total face amount	-		doubtful or uncollectible amount	

72. Tax refunds and unused net operating losses (NOLs)

Description (for example, federal, state, local)

72.1

_____	Tax year	_____	_____	\$0.00
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73. Interests in insurance policies or annuities

73.1

_____	_____	\$0.00
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74. Causes of action against third parties (whether or not a lawsuit has been filed)

74.1

_____	_____	\$0.00
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Nature of Claim

Amount requested

75. Other contingent and unliquidated claims or causes of action of every nature, including counterclaims of the debtor and rights to set off claims

75.1

_____	_____	\$0.00
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Nature of Claim

Amount requested

76. Trusts, equitable or future interests in property

76.1

_____	_____	\$0.00
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77. Other property of any kind not already listed Examples: Season tickets, country club membership

77.1

_____	_____	\$0.00
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78. Total of Part 11.

Add lines 71 through 77. Copy the total to line 90.

_____	\$0.00
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79. Has any of the property listed in Part 11 been appraised by a professional within the last year?

☐ No

☐ Yes

Part 12: Summary

In Part 12 copy all of the totals from the earlier parts of the form.

Type of property	Current value of personal property	Current value of real property
80. Cash, cash equivalents, and financial assets. Copy line 5, Part 1.	\$0.00	
81. Deposits and prepayments. Copy line 9, Part 2.	\$0.00	
82. Accounts receivable. Copy line 12, Part 3.	\$0.00	
83. Investments. Copy line 17, Part 4.	\$0.00	
84. Inventory. Copy line 23, Part 5.	\$0.00	
85. Farming and fishing-related assets. Copy line 33, Part 6.	\$0.00	
86. Office furniture, fixtures, and equipment; and collectibles. Copy line 43, Part 7.	\$0.00	
87. Machinery, equipment, and vehicles. Copy line 51, Part 8.	\$1,560,848.73	
88. Real property. Copy line 56, Part 9.	→	\$0.00
89. Intangibles and intellectual property. Copy line 66, Part 10.	Undetermined	
90. All other assets. Copy line 78, Part 11.	\$0.00	
91. Total. Add lines 80 through 90 for each column	91a. <div>\$1,560,848.73</div>	91b. <div>\$0.00</div>
92. Total of all property on Schedule A/B. Lines 91a + 91b = 92.		<div>\$1,560,848.73</div>

NM Holdings, 1700 Desert Surf Circle, Albuquerque, NM

Qty.	Description	Orderly Liquidation Value \$
<u>RICE STEAMING ROOM</u>		
Lot-	Rice Steaming Line, Consisting of:	120,000
	<ul style="list-style-type: none"> • Flexicon 36" x 36" Stainless Steel Hopper/Feeder, with 4" Dia. x 12' Incline Screw • Lyco Model Clean Flow CKFP, Steam Injected Rice Cooker, S/N 4007C75176 (New 2014), with Alfa Laval Heat Exchanger • Lyco Model Plenum, Rice Cooler, S/N PCT0617-84543 (New 2017) • Layton 6'L Dewatering Shaker, S/N 7187-01 (New 2017) • Manufacturer Unknown Labeler • Enercon Model Super Seal NM5022-216, Band Sealer, S/N 1467114-1-1 	
<u>KITCHEN 1</u>		
1-	Groen Model N-300SP, 300-Gal. Stainless Steel Jacketed Kettle (New 1971), with Top Mounted Lightin Mixer	10,000
1-	Lee Industries Model INA/2-250, 250-Gal. Stainless Steel Steam Jacketed Kettle, S/N 00399-1 (New 2012)	15,000
1-	Groen 150-Gal. Stainless Steel Jacketed Kettle, S/N 00362-1 (New 2000)	10,000

NM Holdings, 1700 Desert Surf Circle, Albuquerque, NM

Qty.	Description	Orderly Liquidation Value
		\$
1-	Green 150-Gal. Stainless Steel Jacketed Kettle, S/N 00362-2 (New 2000)	10,000
1-	MTC Model HLC-2, 800-Lb. Bowl Elevator, S/N 20153930001	5,000
1-	MTC Model HLC-2, 800-Lb. Bowl Elevator, S/N 161708600	5,000
Lot-	Miscellaneous Equipment Throughout Hot Water System, Consisting of: (2) Alfa Laval Heat Exchangers, Pump, 500-Gal. Holding Tank, Etc.	5,000

KITCHEN 2

1-	Manufacturer Unknown Stainless Steel Horizontal Steam Washer, S/N N/A	1,500
1-	Manufacturer Unknown Horizontal Band Sealer	300
4-	Afco Portable SIP Foamer	1,000
1-	Breddo 350-Gal. Likwifier, with Pump, Platform	40,000
1-	Manufacturer Unknown 150-Gal. Steam Kettle, S/N N/A	10,000
1-	Green Model N-500SP, 500-Gal. Stainless Steel Jacketed Mixing Kettle, S/N 32541	15,000
1-	Green Model NEM-600, 600-Gal. Stainless Steel Jacketed Mixing Kettle, S/N 61031-1 (New 1990)	20,000

NM Holdings, 1700 Desert Surf Circle, Albuquerque, NM

Qty.	Description	Orderly Liquidation Value
		\$
1-	Gorman Rupp Model 1800TRA20, 10-HP Positive Displacement Pump, S/N 08B5736	5,000
1-	Manufacturer Unknown Stainless Steel Pump, with 10-HP Pump, 24" Dia. Hopper Feed	15,000
1-	Sealed Air Cryovac Model RC2045C, Vertical Form Fill and Seal Machine, S/N 115, with Exit Conveyor, Incline Conveyor	35,000
1-	Dohmeyer DOH-CCT-8750, 30'L x 10' Dia. Rocker Type Stainless Steel Cryogenic Chiller, S/N N/A, 2,500-Gal., Paddle Wheel Agitation, Alfa Laval Heat Exchanger	Leased
	(Please Note: Leased)	
1-	Lee Industries Model 200D9MS, 200-Gal. Stainless Steel Jacketed Mixing Kettle, S/N 15277-1-1 (New 2001)	15,000
1-	RCP 200-Gal. Stainless Steel Jacketed Mixing Kettle, S/N R104-87 (New 1987)	10,000
1-	RCP 200-Gal. Stainless Steel Jacketed Mixing Kettle, S/N R103-87 (New 1987)	10,000
1-	MTC Model HLC-2, 800-Lb. Bowl Elevator, S/N 20153928001 (New 2005)	5,000

NM Holdings, 1700 Desert Surf Circle, Albuquerque, NM

Qty.	Description	Orderly Liquidation Value \$
<u>MIXING ROOM</u>		
1-	Manufacturer Unknown Stainless Steel Above Ground Digital Platform Scale, with Read Out	1,500
1-	Manufacturer Unknown 1,500-Lb. Stainless Steel Horizontal Mixer, S/N N/A	20,000
1-	Manufacturer Unknown 1,500-Lb. Stainless Steel Horizontal Mixer, S/N N/A	20,000
<u>SEALED BAG ROOM</u>		
Lot-	Equipment Throughout Sealed Bag Room, Consisting Of: Ishida 15-Head Vertical Weigh Scale S/N N/A Mezzanine Mounted with 12' Bucket Elevator Hopper Feed, Ilapak Model 500 Form Fill and Seal Machine S/N V-5000	50,000
<u>ASSEMBLY ROOM</u>		
Lot-	Burrito Line No. 1, Consisting of: <ul style="list-style-type: none"> Unifiller Stainless Steel Piston Depositor, S/N N/A, with Hopper Feed Manufacturer Unknown 4'W x 25'L Manual Burrito Folding Conveyor, with 16" x 20'L Interlocking Return Conveyor 	250,000
<i>Continued...</i>		

NM Holdings, 1700 Desert Surf Circle, Albuquerque, NM

Qty.	Description	Orderly Liquidation Value
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\$

Continued...

- Pro Seal Model GT1E, Automatic High-Speed In-Line Tray Sealer, S/N SN-M-0413 (New 2017)
- Pro Seal Model GT1E, Automatic High-Speed In-Line Tray Sealer, S/N SN-M-017018 (New 2022)
- Pro Seal Model GT1E, Automatic High-Speed In-Line Tray Sealer, S/N SN-M-05872 (New 2020)
- Manufacturer Unknown 20-Tier Spiral Freezer, 24"W Belt, 6" Belt Height, with Frigid Cool Heat Exchanger
- Adco Model 15HCS50WD, End Load Cartoner, S/N 5447HG (New 2013)
- Adco Model 15HCS50WD, End Load Cartoner, S/N 5857HD (New 2017)
- Ceia Model THS/SM21, 12" x 6" Metal Detector, S/N 33002110074
- Markem Model Imaje 9450, Inkjet Coder
- 3M Top and Bottom Case Taper, S/N N/A
- Adco Model 15DZ-50SS, Horizontal Hand Load Cartoner, S/N 5655HG (New 2015), with Nordson Hot Melt Gluer

Continued...

NM Holdings, 1700 Desert Surf Circle, Albuquerque, NM

Qty.	Description	Orderly Liquidation Value
		\$
	<i>Continued...</i>	
	<ul style="list-style-type: none"> 3M Model 7000 R Pro, Top and Bottom Case Taper, S/N SBB0003827 	
Lot-	<p>Burrito Line No. 2, Consisting of:</p> <ul style="list-style-type: none"> Reiser Model Vemag DP3, Vacuum Stuffer, S/N 138-0457 (New 2018) Reiser Model Vemag DP3, Vacuum Stuffer, S/N N/A (New 2018) Manufacturer Unknown 4'W x 25'L Manual Burrito Folding Conveyor, with Bladder Pump, 24" Incline Conveyor York 20-Tier Spiral Freezer, 24"W Stainless Steel Belt, 6" Distance Between Belts with Heat Exchanger Ilapak Model Correra 500, Horizontal Flow Wrapper, S/N 06804311085 (New 2020) Ilapak Model Correra 500, Horizontal Flow Wrapper, S/N 0680431150 (New 2021) (2) Markem Imaje Model 9450, Inkjet Coders, S/N N/A Ceia Model THS/MS21, 12" x 6" Metal Detector, S/N 34002100033, with Pneumatic Reject Push Out Manufacturer Unknown 5'W x 25'L Accumulation Conveyor, with Pneumatic Diverter 	200,000

Continued...

NM Holdings, 1700 Desert Surf Circle, Albuquerque, NM

Qty.	Description	Orderly Liquidation Value
		\$
	<i>Continued...</i>	
	<ul style="list-style-type: none"> Adco Model 15HCS, End Load Cartoner, 5791HG (New 2016), with Nordson Hot M Gluer, Markem Imaje 9450 Inkjet Coder, Exit Conveyor 3M Top and Bottom Case Taper, S/N N/A 	
Lot-	<p>Flauta Line 3, Consisting of:</p> <ul style="list-style-type: none"> Reiser Model Vernag V-500, Vacuum Stuffer, S/N 1284834 Reiser Model Vernag V-500, Vacuum Stuffer, S/N N/A Manufacturer Unknown 5'W x 25'L Manual Burrito Folding Conveyor Reiser Model Vernag DP3, Vacuum Stuffer EFS Model APF-45, 45"W Continuous Deep Fryer, S/N 2019-03-APF-1 (New 2019), 2,000,000-Btu, EFS Model RFD30 30-Gal. Oil Skimmer S/N 2019-03-REF-1 (New 2019) with Heat Exchanger, Pump and Tank Reiser Model Vernag, Vacuum Stuffer, S/N N/A Northfield York Approx. 15-Tier Spiral Freezer, 24"W Stainless Steel Belt, 6" Distance Between Belts, with Heat Exchanger Manufacturer Unknown 24"W x 12'L Motorized Belt Conveyor 	275,000
	<i>Continued...</i>	

NM Holdings, 1700 Desert Surf Circle, Albuquerque, NM

Qty.	Description	Orderly Liquidation Value
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\$

Continued...

- Ilapak Model Carrera 1000/40, Horizontal Flow Wrapper, S/N 0640490156 (New 20 with Markem Imaje Model 9450 Inkjet Coder
- Ceia Model THS/SN21, 12" x 6" Metal Detector, S/N 3400210032, with Pneumatic Reject Push Off
- Manufacturer Unknown 5' x 25' Accumulation Conveyor
- Sealed Air Model A27A, Carton Flow Wrapper, S/N A17013-01, with Sealed Air Model T7H 4'L Heat Shrink Tunnel S/N T17019-01 12" x 24" Opening

MAINTENANCE SHOP

1-	BHS Model BTC-24, 24" Battery Transfer Carriage, S/N L0176095 (New 2012)	750
1-	Groen Model DA/2-600, 600-Gal. Stainless Steel Mixing Kettle, S/N 63120-2 (New 1990)	15,000

NM Holdings, 1700 Desert Surf Circle, Albuquerque, NM

Qty.	Description	Orderly Liquidation Value
		\$
Lot-	Miscellaneous Equipment Throughout Maintenance Shop, Consisting of: Jet Pedestal Type Drill Press, Variable Speed Milling Machine, Jet 12" x 40" Geared Head Engine Lathe, Lacfer 15" x 3' Geared Head Engine Lathe, H-Frame Presses, Manual Finger Brake, Welders, Hand and Power Tools, Hoists, Etc.	7,500

OUTSIDE

Lot-	Ammonia System, Consisting of:	112,500
	<ul style="list-style-type: none"> • (2) Evapco Roof Mounted Evaporative Coolers, 6,000-Gal. Accumulation Tank, 3,500-Gal. Recirculation Tank, 8,300-Gal. Ammonia Receiver Tank, Heat Exchangers, 5,000-Gal. Tank, All Associated Pumping, Piping & Storage Equipment • Mycom Model N160VCDD-T-200, 250-HP Ammonia Compressor, S/N SU-2439L • Mycom Model N160VCDD-T-200, 250-HP Ammonia Compressor, S/N SU-2439-B • Mycom Model N160VCDD-T-200, 250-HP Ammonia Compressor, S/N N/A • Mayekawa Model N200VLD-T-350, 350-HP Ammonia Compressor, S/N SU-2803 	

Continued...

NM Holdings, 1700 Desert Surf Circle, Albuquerque, NM

Qty.	Description	Orderly Liquidation Value \$
<i>Continued...</i>		
	<ul style="list-style-type: none"> Mycom Model N320VCDSS13-T-400, 40 Ammonia Compressor, S/N SU2440 	
1-	Victory Energy 8,625-Lb. Per./Hr. Natural Gas Fired Boiler, S/N 14123 (New 2017), with Associated Equipment	15,000
1-	Mohawk Model 4/5/625, 4,312-Lb. Per./Hr. Natural Gas Fired Boiler, S/N 9591 (New 1985)	7,500
1-	Ingersoll Rand Model SSR-EP150, 150-HP Rotary Screw Air Compressor, S/N F12697U9529 (New 1995), with Hankinson Air Dryer, Receiver	7,500
1-	Fulton Model ST-0760-F, 150-Gal. Hot Oil Boiler, S/N 2950-C (New 1995)	3,500
<u>OUTSIDE STORAGE</u>		
Lot-	Miscellaneous Equipment Throughout Outside Storage, Consisting of: <ul style="list-style-type: none"> Burrito Folder 250-Gal. Continuous Fryer, with Tank, Oil Filter, Etc. 	15,000

NM Holdings, 1700 Desert Surf Circle, Albuquerque, NM

Qty.	Description	Orderly Liquidation Value \$
<u>OIL ROOM</u>		
Lot-	Equipment Located In Oil Room, Consisting of: <ul style="list-style-type: none"> • 6,000-Gal. Vertical Stainless Steel Oil Tank, with Top Mounted Agitator • 3,600-Gal. Vertical Stainless Steel Oil Tank • (2) 1,000-Gal. Vertical Stainless Steel Oil Tanks 	15,000
<u>THROUGHOUT FACILITY</u>		
1-	O'Ryan Model LFD, Stretch Wrapper, S/N V5726	4,000
Lot-	Miscellaneous Racking Throughout Cooler, Consisting of: (65) Sections of 16'H x 8'W x 4'D Heavy Duty Adjustable Steel Pallet Racking, (52) Sections of 4-Position Pallet Push Back Racking S/N N/A 4-Position High	23,725
Lot-	Miscellaneous Equipment in Storage, Consisting of: <ul style="list-style-type: none"> • Bizerba Weigh Scale Conveyor • Shanklin Heat Shrink Tunnel • Manufacturer Unknown Horizontal Cartoner, S/N N/A • (2) Ilapak Model Carrera, Carton Flow Wrappers 	75,000

Continued...

NM Holdings, 1700 Desert Surf Circle, Albuquerque, NM

Qty.	Description	Orderly Liquidation Value \$
<i>Continued...</i>		
<ul style="list-style-type: none"> • Ishida Weigh Scale, with Vertical Form Fill and Seal • Metal Detectors, Weigh Scales, Bowl Elevators, Grinders, Steamers, Accumulation Conveyor, Flow Wrappers, Heat Shrink Tunnels, Assorted Conveyor, Etc. 		
1-	Lochinvar Model CWN0495PW, Hot Water Boiler, S/N H06H00190064, Natural Gas Fired	6,500
(Please Note: Located in Boiler Room 1)		
Lot-	Miscellaneous Equipment Throughout QA Lab, Consisting of: Motak 4-Door Stainless Steel Refrigerator, Pipettes, Balances, Computers, PH Meters, Etc.	6,500
Lot-	Miscellaneous Equipment Throughout Production Storage, Consisting of: Herschel Model CA Slicer S/N 3829, Piston Filler, Safeline Model SL2000 30" x 80" Metal Detector S/N 24135-02, Bosch Model B550 Band Sealer S/N 18-3510, Hobart Cheese Extruder, Manufacturer Unknown 300-Lb. Stainless Steel Mixer, Etc.	10,000

NM Holdings, 1700 Desert Surf Circle, Albuquerque, NM

Qty.	Description	Orderly Liquidation Value
		\$
Lot-	Miscellaneous Equipment Throughout Facilities, Consisting of: Stainless Steel Sinks, Stainless Steel Workstations, Shovels, Brooms, Trash Cans, CIP Foamers, Portable Racks, Proofing Racks, Stainless Steel Tubs, Metro Racks, Ladders, Mezzanines, Pumps, Pippings, Tanks, Pans, Conveyor, Floor Jacks, Battery Chargers, Etc.	20,000
Lot-	Office Furniture and Fixtures Throughout Facility, Consisting of: Laminate Desks, Chairs, Conference Room and Related Equipment, File Cabinets, PC's & Monitors, Laptops, Computers, Printers, Fax Machines, Copiers, Server Room and Related Equipment, Telephones, Security Equipment, Break Room Equipment, Etc.	10,000
<u>MOBILE EQUIPMENT. NOT INSPECTED BY APPRAISER. INFORMATION PROVIDED BY COMPANY</u>		
1-	Raymond Model 425-C40TT, 4,000-Lb. Electric Stand Up Reach Type Forklift Truck, S/N 425-14-40253 (New 2014 Est.)	3,500
1-	Raymond Model 425-C40TT, 4,000-Lb. Electric Stand Up Reach Type Forklift Truck, S/N 425-14-40259 (New 2014 Est.)	3,500
1-	Raymond Model 425-C40TT, 4,000-Lb. Electric Stand Up Reach Type Forklift Truck, S/N 425-14-40283 (New 2014 Est.)	3,500

NM Holdings, 1700 Desert Surf Circle, Albuquerque, NM

Qty.	Description	Orderly Liquidation Value
		\$
1-	Raymond Model 425-C40TT, 4,000-Lb. Electric Stand Up Reach Type Forklift Truck, S/N 425-14-40299 (New 2014 Est.)	3,500
1-	Raymond Model 8400, Electric Pallet Jack, S/N 840-08-79569 (New 2008)	500
5-	Yale Model MPB045VGN24T2646, Electric Pallet Jacks, Serial Numbers: A245C11915W, A245C11917W, A245C11919W, A245C11927W & A245C11929W	2,500

TOTAL ORDERLY LIQUIDATION VALUE

\$1,551,275

Fill in this information to identify the case:

Debtor name: TTCF-NM Holdings Inc.

United States Bankruptcy Court for the: Central District of California

Case number: 2:23-bk-14160-SK

☐

Check if this is an
amended filing

Official Form 206D

Schedule D: Creditors Who Have Claims Secured by Property

Be as complete and accurate as possible.

Part 1: List Creditors Who Have Claims Secured by Property

1. Do any creditors have claims secured by debtor's property?

☐ No. Check this box and submit page 1 of this form to the court with debtor's other schedules. Debtor has nothing else to report on this form.

☒ Yes. Fill in the information below.

2. List creditors who have secured claims. If a creditor has more than one secured claim, list the creditor separately for each claim.

Column A

Amount of Claim

Do not deduct the value of
collateral.

Column B

Value of collateral that
supports this claim

2.1

UMB Bank
P.O. BOX 419226
MAILSTOP 1170103D
Kansas City, MO 64141-6226
greg.carasik@umb.com

Date debt was incurred?

9/1/2017

Last 4 digits of account number

TE01

Do multiple creditors have an interest
in the same property?

☐ No

☐ Yes. Specify each creditor, including
this creditor, and its relative priority.

Describe debtor's property that is subject to
the lien:

All owned Assets

Describe the lien

Senior Secured Term Loan

Is the creditor an insider or related party?

☒ No

☐ Yes

Is anyone else liable on this claim?

☐ No

☒ Yes. Fill out Schedule H: Codebtors (Official
Form 206H)

As of the petition filing date, the claim is:

Check all that apply.

☐ Contingent

☐ Unliquidated

☐ Disputed

\$19,000,000.00

Undetermined

3. Total of the dollar amounts from Part 1, Column A, including the amounts from the Additional
Page, if any.

\$19,000,000.00

Part 2:

List Others to Be Notified for a Debt That You Already Listed

List in alphabetical order any others who must be notified for a debt already listed in Part 1. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for secured creditors.

If no others need to be notified for the debts listed in Part 1, do not fill out or submit this page. If additional pages are needed, copy this page.

Name and address

On which line in Part 1 did you enter
the related creditor?

Last 4 digits of account number for
this entity

3.1

Fill in this information to identify the case:

Debtor name: TTCF-NM Holdings Inc.

United States Bankruptcy Court for the: Central District of California

Case number: 2:23-bk-14160-SK

☐

Check if this is an
amended filing

Official Form 206E/F

Schedule E/F: Creditors Who Have Unsecured Claims

Be as complete and accurate as possible. Use Part 1 for creditors with PRIORITY unsecured claims and Part 2 for creditors with NONPRIORITY unsecured claims. List the other party to any executory contracts or unexpired leases that could result in a claim. Also list executory contracts on Schedule A/B: Assets - Real and Personal Property (Official Form 206A/B) and on Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G). Number the entries in Parts 1 and 2 in the boxes on the left. If more space is needed for Part 1 or Part 2, fill out and attach the Additional Page of that Part included in this form.

Part 1: List All Creditors with PRIORITY Unsecured Claims

1. Do any creditors have priority unsecured claims? (See 11 U.S.C. § 507).

☐ No. Go to Part 2.

☒ Yes. Go to line 2.

2. List in alphabetical order all creditors who have unsecured claims that are entitled to priority in whole or in part. If the debtor has more than 3 creditors with priority unsecured claims, fill out and attach the Additional Page of Part 1.

2.1

Internal Revenue Service
PO Box 7346
Philadelphia PA
19101

Date or dates debt was incurred

Last 4 digits of account number

Specify Code subsection of PRIORITY unsecured claim:

11 U.S.C. § 507(a) (8)

As of the petition filing date, the claim is:

Check all that apply.

☐ Contingent

☐ Unliquidated

☐ Disputed

Basis for the claim:

Tax Claim

Is the claim subject to offset?

☐ No

☐ Yes

Total claim

\$0.00

Priority amount

\$0.00

2.2

Securities Exchange Commission
Attn: Bankruptcy Counsel
444 S Flower St Ste 900
Los Angeles CA
90071

Date or dates debt was incurred

Last 4 digits of account number

Specify Code subsection of PRIORITY unsecured claim:

11 U.S.C. § 507(a) (8)

As of the petition filing date, the claim is:

Check all that apply.

☐ Contingent

☐ Unliquidated

☐ Disputed

Basis for the claim:

Tax Claim

Is the claim subject to offset?

☐ No

☐ Yes

\$0.00

\$0.00

2.3

Social Security Administration
Attn: Bankruptcy
6401 Security Blvd
Baltimore MD
21235

Date or dates debt was incurred

Last 4 digits of account number

Specify Code subsection of PRIORITY unsecured claim:
11 U.S.C. § 507(a) (8)

As of the petition filing date, the claim is: \$0.00 \$0.00
Check all that apply.
☐ Contingent
☐ Unliquidated
☐ Disputed

Basis for the claim:
Tax Claim

Is the claim subject to offset?
☐ No
☐ Yes

These creditors have been added for noticing purposes only

Part 2: List All Creditors with NONPRIORITY Unsecured Claims

3. List in alphabetical order all of the creditors with nonpriority unsecured claims. If the debtor has more than 6 creditors with nonpriority unsecured claims, fill out and attach the Additional Page of Part 2.

Amount of claim

3.1

Ittella International LLC
6305 Alondra Blvd
Paramount, CA 90723

Date or dates debt was incurred

As of the petition filing date, the claim is: \$197,364.56
Check all that apply.
☐ Contingent
☐ Unliquidated
☐ Disputed

Basis for the claim:
Intercompany Notes Payable

Is the claim subject to offset?
☒ No
☐ Yes

3.2

THE TORTILLA BUILDING, LLC
124 East Marcy St
Sante Fe, NM 87501

Date or dates debt was incurred

As of the petition filing date, the claim is: \$0.00
Check all that apply.
☐ Contingent
☐ Unliquidated
☐ Disputed

Basis for the claim:

Is the claim subject to offset?
☒ No
☐ Yes

Part 3: List Others to Be Notified About Unsecured Claims

4. List in alphabetical order any others who must be notified for claims listed in Parts 1 and 2. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for unsecured creditors.

If no others need to be notified for the debts listed in Parts 1 and 2, do not fill out or submit this page. If additional pages are needed, copy the next page.

Name and mailing address	On which line in Part 1 or Part 2 is the related creditor (if any) listed?	Last 4 digits of account number, if any
4.1	Line	
	<input type="checkbox"/> Not listed. Explain	

Part 4: Total Amounts of the Priority and Nonpriority Unsecured Claims

5. Add the amounts of priority and nonpriority unsecured claims.

Total of claim amounts	
5a. Total claims from Part 1	\$0.00
5b. Total claims from Part 2	\$197,364.56
5c. Total of Parts 1 and 2 Lines 5a + 5b = 5c.	\$197,364.56

Fill in this information to identify the case:

Debtor name: TTCF-NM Holdings Inc.

United States Bankruptcy Court for the: Central District of California

Case number: 2:23-bk-14160-SK

☐

Check if this is an
amended filing

Official Form 206G

Schedule G: Executory Contracts and Unexpired Leases

Be as complete and accurate as possible. If more space is needed, copy and attach the additional page, numbering the entries consecutively.

Schedule G: Executory Contracts and Unexpired Leases

1. Does the debtor have any executory contracts or unexpired leases?

☐

No. Check this box and file this form with the court with the debtor's other schedules. There is nothing else to report on this form.

☒

Yes. Fill in all of the information below even if the contracts or leases are listed on Schedule A/B: Assets - Real and Personal Property (Official Form 206A/B).

2. List all contracts and unexpired leases

State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

2.1

State what the contract or lease is for and the nature of the debtor's interest

Real Property Lease

State the term remaining

Unknown

List the contract number of any government contract

THE TORTILLA BUILDING, LLC
124 East Marcy St
Santa Fe, NM 87501

Fill in this information to identify the case:

Debtor name: TTCF-NM Holdings Inc.

United States Bankruptcy Court for the: Central District of California

Case number: 2:23-bk-14160-SK

☐

Check if this is an
amended filing

Official Form 206H

Schedule H: Codebtors

Be as complete and accurate as possible. If more space is needed, copy the Additional Page, numbering the entries consecutively. Attach the Additional Page to this page.

1. Does the debtor have any codebtors?

☐ No. Check this box and submit this form to the court with the debtor's other schedules. Nothing else needs to be reported on this form.

☒ Yes

2. In Column 1, list as codebtors all of the people or entities who are also liable for any debts listed by the debtor in the schedules of creditors, *Schedules D-G*. Include all guarantors and co-obligors. In Column 2, identify the creditor to whom the debt is owed and each schedule on which the creditor is listed. If the codebtor is liable on a debt to more than one creditor, list each creditor separately in Column 2.

Column 1: Codebtor

Column 2: Creditor

Name	Mailing Address	Name	Check all schedules that apply:
2.1 Ittella International LLC	6305 Alondra Blvd, Paramount, CA 90723	UMB Bank	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
2.2 BCI Acquisition, Inc.	6305 Alondra Blvd, Paramount, CA 90723	UMB Bank	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
2.3 New Mexico Food Distributors, Inc.	6305 Alondra Blvd, Paramount, CA 90723	UMB Bank	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
2.4 Myjojo, Inc.	6305 Alondra Blvd, Paramount, CA 90723	UMB Bank	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G

2.5			
Karsten Tortilla Factory, LLC	6305 Alondra Blvd, Paramount, CA 90723	UMB Bank	<input checked="" type="checkbox"/> D
			<input type="checkbox"/> E/F
			<input type="checkbox"/> G
2.6			
Ittella's Chef, LLC	6305 Alondra Blvd, Paramount, CA 90723	UMB Bank	<input checked="" type="checkbox"/> D
			<input type="checkbox"/> E/F
			<input type="checkbox"/> G
2.7			
Tattooed Chef, Inc.	6305 Alondra Blvd, Paramount, CA 90723	UMB Bank	<input checked="" type="checkbox"/> D
			<input type="checkbox"/> E/F
			<input type="checkbox"/> G

Fill in this information to identify the case:

Debtor name: TTCF-NM Holdings Inc.

United States Bankruptcy Court for the: Central District of California

Case number: 2:23-bk-14160-SK

☐

Check if this is an
amended filing

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☒ *Schedule A/B: Assets—Real and Personal Property* (Official Form 206A/B)
- ☒ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☒ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☒ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☒ *Schedule H: Codebtors* (Official Form 206H)
- ☒ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ Amended Schedule _____
- ☐ Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders (Official Form 204)
- ☒ Other document that requires a _____ Other documents filed concurrently herewith

declaration

I declare under penalty of perjury that the foregoing is true and correct.

07/28/2023

Executed on



Signature of individual signing on behalf of debtor
Edward Bidanset

Printed name
Chief Restructuring Officer

Position or relationship to debtor

1 DAVID L. NEALE (State Bar No. 141225)
2 TODD M. ARNOLD (State Bar No. 221868)
3 JOHN-PATRICK M. FRITZ (State Bar No. 245240)
4 ROBERT M. CARRASCO (SBN 334642)
5 LEVENE, NEAL, BENDER, YOO & GOLUBCHIK L.L.P.
6 2818 La Cienega Avenue
7 Los Angeles, California 90034
8 Telephone: (310) 229-1234
9 Facsimile: (310) 229-1244
10 Email: dln@lnbyg.com; tma@lnbyg.com; jpf@lnbyg.com; rmc@lnbyg.com

11 Proposed Attorneys for Debtors and Debtors in Possession

12 **UNITED STATES BANKRUPTCY COURT**
13 **CENTRAL DISTRICT OF CALIFORNIA - LOS ANGELES DIVISION**

14 In re:

15 ☐ ITTELLA INTERNATIONAL LLC,
16 a California limited liability company
17 ☐ ITTELLA'S CHEF, LLC,
18 a California limited liability company
19 ☐ TATTOOED CHEF, INC.,
20 a Delaware corporation
21 ☐ MYJOJO, INC.,
22 a Delaware corporation
23 ☐ NEW MEXICO FOOD
24 DISTRIBUTORS, INC.,
25 a New Mexico corporation
26 ☐ KARSTEN TORTILLA FACTORY,
27 LLC,
28 a New Mexico limited liability company
☐ BCI ACQUISITION, INC.,
a Delaware corporation
☒ TTCF-NM HOLDINGS INC.,
a New Mexico corporation
☐ All Debtors

Lead Case No.: 2:23-bk-14154-SK

Jointly administered with Case Nos.
2:23-bk-14159-SK; 2:23-bk-14161-SK;
2:23-bk-14157-SK; 2:23-bk-14158-SK;
2:23-bk-14155-SK; 2:23-bk-14156-SK; and
2:23-bk-14160-SK

Chapter 11

Debtors and Debtors-in-Possession.

STATEMENT OF FINANCIAL AFFAIRS FOR
TTCF-NM HOLDINGS INC.
(CASE NO. 2:23-bk-14160-SK)

Fill in this information to identify the case:

Debtor name: TTCF-NM Holdings Inc.

United States Bankruptcy Court for the: Central District of California

Case number: 2:23-bk-14160-SK

☐

Check if this is an
amended filing

Official Form 207

Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy

04/22

The debtor must answer every question. If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known).

Part 1: Income

1. Gross revenue from business

☒ None

Identify the beginning and ending dates of the debtor's fiscal year, which may be a calendar year

Sources of revenue

Check all that apply

Gross revenue
(before deductions and
exclusions)

From the beginning of
the fiscal year to filing
date:

From _____ to Filing Date

☐ Operating a business
☐ Other

For prior year:

From _____ to _____

☐ Operating a business
☐ Other

For the year before that:

From _____ to _____

☐ Operating a business
☐ Other

2. Non-business revenue

Include revenue regardless of whether that revenue is taxable. Non-business income may include interest, dividends, money collected from lawsuits, and royalties. List each source and the gross revenue for each separately. Do not include revenue listed in line 1.

☒ None

Description of sources of revenue

Gross revenue from
each source
(before deductions and
exclusions)

From the beginning of
the fiscal year to filing
date:

From _____ to Filing Date

For prior year:

From _____ to _____

For the year before that:

From _____ to _____

Part 2: List Certain Transfers Made Before Filing for Bankruptcy

3. Certain payments or transfers to creditors within 90 days before filing this case

List payments or transfers - including expense reimbursements - to any creditor, other than regular employee compensation, within 90 days before filing this case unless the aggregate value of all property transferred to that creditor is less than \$7,575. (This amount may be adjusted on 4/01/25 and every 3 years after that with respect to cases filed on or after the date of adjustment.)

☒ None

Creditor's name and address	Dates	Total amount or value	Reasons for payment or transfer Check all that apply
3.1			<div><input type="checkbox"/> Secured debt</div> <div><input type="checkbox"/> Unsecured loan repayments</div> <div><input type="checkbox"/> Suppliers or vendors</div> <div><input type="checkbox"/> Services</div> <div><input type="checkbox"/> Other</div>

4. Payments or other transfers of property made within 1 year before filing this case that benefited any insider

List payments or transfers, including expense reimbursements, made within 1 year before filing this case on debts owed to an insider or guaranteed or cosigned by an insider unless the aggregate value of all property transferred to or for the benefit of the insider is less than \$7,575. (This amount may be adjusted on 4/01/25 and every 3 years after that with respect to cases filed on or after the date of adjustment.) Do not include any payments listed in line 3. Insiders include officers, directors, and anyone in control of a corporate debtor and their relatives; general partners of a partnership debtor and their relatives; affiliates of the debtor and insiders of such affiliates; and any managing agent of the debtor. 11 U.S.C. § 101(31).

☒ None

Insider's name and address	Dates	Total amount or value	Reasons for payment or transfer
4.1			<div><input type="checkbox"/> Secured debt</div> <div><input type="checkbox"/> Unsecured loan repayments</div> <div><input type="checkbox"/> Suppliers or vendors</div> <div><input type="checkbox"/> Services</div> <div><input type="checkbox"/> Other</div>
Relationship to debtor			

5. Repossessions, foreclosures, and returns

List all property of the debtor that was obtained by a creditor within 1 year before filing this case, including property repossessed by a creditor, sold at a foreclosure sale, transferred by a deed in lieu of foreclosure, or returned to the seller.

Do not include property listed in line 6.

☒ None

Creditor's name and address	Description of the property	Date	Value of property
5.1			

6. Setoffs

List any creditor, including a bank or financial institution, that within 90 days before filing this case set off or otherwise took anything from an account of the debtor without permission or refused to make a payment at the debtor's direction from an account of the debtor because the debtor owed a debt.

☒ None

Creditor's name and address	Description of the action creditor took	Date action was taken	Amount
6.1			
	Last 4 digits of account number		

Part 3: Legal Actions or Assignments

7. Legal actions, administrative proceedings, court actions, executions, attachments, or governmental audits

List the legal actions, proceedings, investigations, arbitrations, mediations, and audits by federal or state agencies in which the debtor was involved in any capacity—within 1 year before filing this case.

☒ None

Case title	Nature of case	Court or agency's name and address	Status of case
7.1 <div><div>Name</div><div>Case number</div></div>		<div><div>Name</div><div>Street</div><div><div>City</div><div>State</div><div>Zip</div></div></div>	<div><input type="checkbox"/> Pending</div> <div><input type="checkbox"/> On appeal</div> <div><input type="checkbox"/> Concluded</div>

8. Assignments and receivership

List any property in the hands of an assignee for the benefit of creditors during the 120 days before filing this case and any property in the hands of a receiver, custodian, or other court-appointed officer within 1 year before filing this case.

☒ None

Custodian's name and address	Description of the property	Value
8.1 <div><div>Custodian's name and address</div><div>Street</div><div><div>City</div><div>State</div><div>Zip</div></div></div>	<div><div>Case title</div><div>Case number</div><div>Date of order or assignment</div></div>	<div><div>Court name and address</div><div>Name</div><div>Street</div><div><div>City</div><div>State</div><div>Zip</div></div></div>

Part 4: Certain Gifts and Charitable Contributions

9. List all gifts or charitable contributions the debtor gave to a recipient within 2 years before filing this case unless the aggregate value of the gifts to that recipient is less than \$1,000

☒ None

Recipient's name and address	Description of the gifts or contributions	Dates given	Value
9.1 <div><div>Recipient's name</div><div>Street</div><div><div>City</div><div>State</div><div>Zip</div></div><div>Recipient's relationship to debtor</div></div>			

Part 5: Losses

10. All losses from fire, theft, or other casualty within 1 year before filing this case

☒ None

Description of the property lost and how the loss occurred	Amount of payments received for the loss If you have received payments to cover the loss, for example, from insurance, government compensation, or tort liability, list the total received. List unpaid claims on Official Form 106A/B (Schedule A/B: Assets – Real and Personal Property).	Date of loss	Value of property lost
10.1			

Part 6: Certain Payments or Transfers

11. Payments related to bankruptcy

List any payments of money or other transfers of property made by the debtor or person acting on behalf of the debtor within 1 year before the filing of this case to another person or entity, including attorneys, that the debtor consulted about debt consolidation or restructuring, seeking bankruptcy relief, or filing a bankruptcy case.

☒ None

Who was paid or who received the transfer?	If not money, describe any property transferred	Dates	Total amount or value
11.1			
Email or website address			
Who made the payment, if not debtor?			

12. Self-settled trusts of which the debtor is a beneficiary

List any payments or transfers of property made by the debtor or a person acting on behalf of the debtor within 10 years before the filing of this case to a self-settled trust or similar device.

Do not include transfers already listed on this statement.

☒ None

Name of trust or device	Describe any property transferred	Dates transfers were made	Total amount or value
12.1			
Trustee			

13. Transfers not already listed on this statement

List any transfers of money or other property by sale, trade, or any other means made by the debtor or a person acting on behalf of the debtor within 2 years before the filing of this case to another person, other than property transferred in the ordinary course of business or financial affairs. Include both outright transfers and transfers made as security. Do not include gifts or transfers previously listed on this statement.

☒ None

Who received transfer?	Description of property transferred or payments received or debts paid in exchange	Date transfer was made	Total amount or value
13.1			
Relationship to debtor			

Part 7: Previous Locations

14. Previous addresses

List all previous addresses used by the debtor within 3 years before filing this case and the dates the addresses were used.

☒ Does not apply

Address			Dates of occupancy	
14.1	Street		From	to
	City	State	Zip	

Part 8: Health Care Bankruptcies

15. Health Care bankruptcies

Is the debtor primarily engaged in offering services and facilities for:

- ☐ diagnosing or treating injury, deformity, or disease, or
- ☐ providing any surgical, psychiatric, drug treatment, or obstetric care?
- ☒ No. Go to part 9.
- ☐ Yes. Fill in the information below.

Facility name and address	Nature of the business operation, including type of services the debtor provides	If debtor provides meals and housing, number of patients in debtor's care
15.1		
Street		
City		
State		
Zip		
	Location where patient records are maintained(if different from facility address). If electronic, identify any service provider	How are records kept? Check all that apply: <input type="checkbox"/> Electronically <input type="checkbox"/> Paper

Part 9: Personally Identifiable Information

16. Does the debtor collect and retain personally identifiable information of customers?

- ☒ No.
- ☐ Yes. State the nature of the information collected and retained.
- Does the debtor have a privacy policy about that information?
- ☐ No
- ☐ Yes

17. Within 6 years before filing this case, have any employees of the debtor been participants in any ERISA, 401(k), 403(b), or other pension or profit-sharing plan made available by the debtor as an employee benefit?

- ☒ No. Go to Part 10.
- ☐ Yes. Does the debtor serve as plan administrator?
- ☐ No. Go to Part 10.
- ☐ Yes. Fill in below:

Name of plan	Employer identification number of the plan
Has the plan been terminated?	
<input type="checkbox"/> No	
<input type="checkbox"/> Yes	

Part 10: Certain Financial Accounts, Safe Deposit Boxes, and Storage Units

18. Closed financial accounts

Within 1 year before filing this case, were any financial accounts or instruments held in the debtor's name, or for the debtor's benefit, closed, sold, moved, or transferred? Include checking, savings, money market, or other financial accounts; certificates of deposit; and shares in banks, credit unions, brokerage houses, cooperatives, associations, and other financial institutions.

☒ None

Financial institution name and address	Last 4 digits of account number	Type of account	Date account was closed, sold, moved, or transferred	Last balance before closing or transfer
18.1 Name _____ Street _____ City _____ State _____ Zip _____		<input type="checkbox"/> Checking <input type="checkbox"/> Savings <input type="checkbox"/> Money market <input type="checkbox"/> Brokerage <input type="checkbox"/> Other _____		

19. Safe deposit boxes

List any safe deposit box or other depository for securities, cash, or other valuables the debtor now has or did have within 1 year before filing this case.

☒ None

Depository institution name and address	Names of anyone with access to it	Description of the contents	Does debtor still have it?
19.1 Name _____ Street _____ City _____ State _____ Zip _____	_____ Address _____		<input type="checkbox"/> No <input type="checkbox"/> Yes

20. Off-premises storage

List any property kept in storage units or warehouses within 1 year before filing this case. Do not include facilities that are in a part of a building in which the debtor does business.

☒ None

Facility name and address	Names of anyone with access to it	Description of the contents	Does debtor still have it?
20.1 Name _____ Street _____ City _____ State _____ Zip _____	_____ Address _____		<input type="checkbox"/> No <input type="checkbox"/> Yes

Part 11: Property the Debtor Holds or Controls that the Debtor Does Not Own

21. Property held for another

List any property that the debtor holds or controls that another entity owns. Include any property borrowed from, being stored for, or held in trust. Do not list leased or rented property

☒ None

Owner's name and address	Location of the property	Description of the property	Value
21.1			

Part 12: Details About Environmental Information

For the purpose of Part 12, the following definitions apply:

- Environmental law* means any statute or governmental regulation that concerns pollution, contamination, or hazardous material, regardless of the medium affected (air, land, water, or any other medium).
- Site* means any location, facility, or property, including disposal sites, that the debtor now owns, operates, or utilizes or that the debtor formerly owned, operated, or utilized.
- Hazardous material* means anything that an environmental law defines as hazardous or toxic, or describes as a pollutant, contaminant, or a similarly harmful substance.

Report all notices, releases, and proceedings known, regardless of when they occurred.

22. Has the debtor been a party in any judicial or administrative proceeding under any environmental law? Include settlements and orders

- ☒ No.
- ☐ Yes. Provide details below.

Case title	Court or agency name and address	Nature of the case	Status of case
22.1	Name Street City State Zip		<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded

23. Has any governmental unit otherwise notified the debtor that the debtor may be liable or potentially liable under or in violation of an environmental law?

- ☒ No
- ☐ Yes. Provide details below.

Site name and address	Governmental unit name and address	Environmental law, if known	Date of notice
23.1	Name Street City State Zip		

24. Has the debtor notified any governmental unit of any release of hazardous material?

- ☒ No
- ☐ Yes. Provide details below.

Site name and address	Governmental unit name and address	Environmental law, if known	Date of notice
24.1			
Name	Name		
Street	Street		
City State Zip	City State Zip		

Part 13: Details About the Debtor's Business or Connections to Any Business

25. Other businesses in which the debtor has or has had an interest

List any business for which the debtor was an owner, partner, member, or otherwise a person in control within 6 years before filing this case. Include this information even if already listed in the Schedules.

- ☒ None

Business name and address	Describe the nature of the business	Employer Identification number Do not include Social Security number or ITIN.
25.1		EIN Dates business existed From to

26. Books, records, and financial statements

26a. List all accountants and bookkeepers who maintained the debtor's books and records within 2 years before filing this case.

- ☒ None

Name and address	Dates of service
26a.1	From to

26b. List all firms or individuals who have audited, compiled, or reviewed debtor's books of account and records or prepared a financial statement within 2 years before filing this case.

- ☒ None

Name and address	Dates of service
26b.1	From to
DELOITTE & TOUCHE PO BOX 844708 DALLAS, TX 75284-4708	1/1/2022 3/31/2023
26b.2	From to
BDO LLP PO BOX 677973 DALLAS, TX 75267-7973	4/1/2020 12/31/2022

26b.3

GRANT THORNTON LLP
33562 TREASURY CENTER
CHICAGO, IL 60694-3500

From
4/1/2020

to
Present

26c. List all firms or individuals who were in possession of the debtor's books of account and records when this case is filed.

☒ None

Name and address	If any books of account and records are unavailable, explain why
------------------	--

26c.1

26d. List all financial institutions, creditors, and other parties, including mercantile and trade agencies, to whom the debtor issued a financial statement within 2 years before filing this case.

☒ None

Name and address

26d.1

UMB Bank
P.O. BOX 419226
MAILSTOP 1170103D
Kansas City, MO 64141-6226
greg.carasik@umb.com

27. Inventories

Have any inventories of the debtor's property been taken within 2 years before filing this case?

☒ No

☐ Yes. Give the details about the two most recent inventories.

Name of the person who supervised the taking of the inventory	Date of inventory	The dollar amount and basis (cost, market, or other basis) of each inventory
---	-------------------	--

28. List the debtor's officers, directors, managing members, general partners, members in control, controlling shareholders, or other people in control of the debtor at the time of the filing of this case.

Name and Address	Position and nature of any interest	% of interest, if any
28.1 TATTOOED CHEF INC 6305 ALONDRA BLVD. PARAMOUNT, CA 90723	Owner	100%
28.2 SALVATORE GALLETTI 27996 PALOS VERDES DR E RANCHO PALOS VERDES, CA 90275	Chief Executive Officer	0%
28.3 STEPHANIE DIECKMANN 1002 S AMBRIDGE ST ANAHEIM, CA 92806	Chief Financial Officer	0%

29. Within 1 year before the filing of this case, did the debtor have officers, directors, managing members, general partners, members in control of the debtor, or shareholders in control of the debtor who no longer hold these positions?

- ☒ No
- ☐ Yes. Identify below.

Name and Address	Position and nature of any interest	Period during which position or interest was held
29.1		From to

30. Payments, distributions, or withdrawals credited or given to insiders

Within 1 year before filing this case, did the debtor provide an insider with value in any form, including salary, other compensation, draws, bonuses, loans, credits on loans, stock redemptions, and options exercised?

- ☒ No
- ☐ Yes. Identify below.

Name and address of recipient	Amount of money or description and value of property	Dates	Reason for providing the value
30.1			

Relationship To Debtor

31. Within 6 years before filing this case, has the debtor been a member of any consolidated group for tax purposes?

- ☐ No
- ☒ Yes. Identify below.

Name of the parent corporation	Employer Identification number of the parent corporation
31.1 Tattooed Chef Inc	EIN 82-5457906

32. Within 6 years before filing this case, has the debtor as an employer been responsible for contributing to a pension fund?

- ☒ No
- ☐ Yes. Identify below.

Name of the pension fund	Employer Identification number of the pension fund
32.1	EIN

Fill in this information to identify the case:

Debtor name: TTCF-NM Holdings Inc.

United States Bankruptcy Court for the: Central District of California

Case number: 2:23-bk-14160-SK

☐

Check if this is an
amended filing

WARNING - Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

I have examined the information in this Statement of Financial Affairs and any attachments and have a reasonable belief that the information is true and correct.
I declare under penalty of perjury that the foregoing is true and correct.

Executed on

07/28/2023



Edward Bidanset

Signature of individual signing on behalf of debtor

Printed name

Chief Restructuring Officer

Position or relationship to debtor

Are additional pages to Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy (Official Form 207) attached?



No



Yes

**United States Bankruptcy Court
Central District of California**

In re TTCF-NM Holdings Inc., a Delaware corporation

Debtor(s)

Case No. 2:23-bk-14160-SK

Chapter 11

LIST OF EQUITY SECURITY HOLDERS

Following is the list of the Debtor's equity security holders which is prepared in accordance with rule 1007(a)(3) for filing in this Chapter 11 Case

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Tattooed Chef Inc. 6305 Alondra Blvd Paramount, CA 90723	Common Stock	100%	Equity

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, Edward J. Bidanset, the Chief Restructuring Officer of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is true and correct to the best of my information and belief.

Date July 28, 2023

Signature


Edward J. Bidanset,
Chief Restructuring Officer

*Penalty for making a false statement of concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.
18 U.S.C. §§ 152 and 3571.*

Attorney or Party Name, Address, Telephone & FAX Nos., and State Bar No. & Email Address David L. Neale 141225 2818 La Cienega Avenue Los Angeles, CA 90034 (310) 229-1234 California State Bar Number: 141225 CA dln@lnbyg.com	FOR COURT USE ONLY
<input checked="" type="checkbox"/> <i>Attorney for: Debtor and Debtor in Possession</i>	
UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA	
In re: TTCF-NM Holdings Inc., a Delaware corporation Debtor(s), Plaintiff(s), Defendant(s).	CASE NO.: 2:23-bk-14160-SK ADVERSARY NO.: CHAPTER: 11 CORPORATE OWNERSHIP STATEMENT PURSUANT TO FRBP 1007(a)(1) and 7007.1, and LBR 1007-4 [No hearing]

Pursuant to FRBP 1007(a)(1) and 7007.1, and LBR 1007-4, any corporation, other than a governmental unit, that is a debtor in a voluntary case or a party to an adversary proceeding or a contested matter shall file this Statement identifying all its parent corporations and listing any publicly held company, other than a governmental unit, that directly or indirectly own 10% or more of any class of the corporation's equity interest, or state that there are no entities to report. This Corporate Ownership Statement must be filed with the initial pleading filed by a corporate entity in a case or adversary proceeding. A supplemental statement must promptly be filed upon any change in circumstances that renders this Corporate Ownership Statement inaccurate.

I, **Edward J. Bidanset**, the undersigned in the above-captioned case, hereby declare
(Print Name of Attorney or Declarant)
under penalty of perjury under the laws of the United States of America that the following is true and correct:

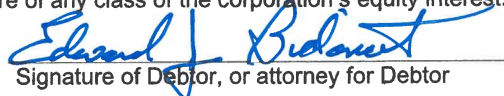
[Check the appropriate boxes and, if applicable, provide the required information.]

1. I have personal knowledge of the matters set forth in this Statement because:
- ☒ I am the president or other officer or an authorized agent of the Debtor corporation
 - ☐ I am a party to an adversary proceeding
 - ☐ I am a party to a contested matter
 - ☐ I am the attorney for the Debtor corporation
- 2.a. ☒ The following entities, other than the debtor or a governmental unit, directly or indirectly own 10% or more of any class of the corporation's(s') equity interests:
See Addendum
- b. ☐ There are no entities that directly or indirectly own 10% or more of any class of the corporation's equity interest.

July 28, 2023

Date

By:


Signature of Debtor, or attorney for Debtor

Name:

**Edward J. Bidanset,
Chief Restructuring Officer**

Printed name of Debtor, or attorney for
Debtor

**Addendum to Corporate Ownership Statement Pursuant to
F.R.B.P. 1007(a)(1) and 7007.1, and Local Bankruptcy Rule 1002-5**

The following entities, other than the debtor or a governmental unit, directly or indirectly own 10% or more of any class of the corporation's(s') equity interests:

Tattooed Chef Inc.
6305 Alondra Blvd
Paramount, CA 90723

B2030 (Form 2030) (12/15)

**United States Bankruptcy Court
Central District of California**

In re **TTCF-NM Holdings Inc., a Delaware corporation**

Debtor(s)

Case No. **2:23-bk-14160-SK**

Chapter **11**

DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR(S)

1. Pursuant to 11 U.S.C. § 329(a) and Fed. Bankr. P. 2016(b), I certify that I am the attorney for the above named debtor(s) and that compensation paid to me within one year before the filing of the petition in bankruptcy, or agreed to be paid to me, for services rendered or to be rendered on behalf of the debtor(s) in contemplation of or in connection with the bankruptcy case is as follows:
- | | | |
|---|----|-------------------------|
| For legal services, I have agreed to accept | \$ | <u>25,000.00</u> |
| Prior to the filing of this statement I have received | \$ | <u>25,000.00</u> |
| Balance Due | \$ | <u>0.00 [1]</u> |
2. \$ **1,738.00** of the filing fee has been paid.
3. The source of the compensation paid to me was:
- ☒ Debtors [1] ☐ Other (specify):
4. The source of compensation to be paid to me is:
- ☒ Debtors [1] ☐ Other (specify):
5. ☒ I have not agreed to share the above-disclosed compensation with any other person unless they are members and associates of my law firm.
- ☐ I have agreed to share the above-disclosed compensation with a person or persons who are not members or associates of my law firm. A copy of the agreement, together with a list of the names of the people sharing in the compensation is attached.
6. In return for the above-disclosed fee, I have agreed to render legal service for all aspects of the bankruptcy case, including:
- a. Analysis of the debtor's financial situation, and rendering advice to the debtor in determining whether to file a petition in bankruptcy;
 - b. Preparation and filing of any petition, schedules, statement of affairs and plan which may be required;
 - c. Representation of the debtor at the meeting of creditors and confirmation hearing, and any adjourned hearings thereof;
 - d. Representation of the debtor in adversary proceedings and other contested bankruptcy matters;
 - e. [Other provisions as needed]
- Advising the Debtor with regard to the requirements of the Bankruptcy Court, Bankruptcy Code, Bankruptcy Rules and the Office of the United States Trustee as they pertain to the Debtor; advising the Debtor with regard to certain rights and remedies of its bankruptcy estate and the rights, claims and interests of creditors; representing the Debtor in any proceeding or hearing in the Bankruptcy Court involving its estate unless the Debtor is represented in such proceeding or hearing by other special counsel; conducting examinations of witnesses, claimants or adverse parties and representing the Debtor in any adversary proceeding except to the extent that any such adversary proceeding is in an area outside of LNBYG's expertise or which is beyond LNBYG's staffing capabilities; preparing and assisting the Debtor in the preparation of reports, applications, pleadings and orders including, but not limited to, applications to employ professionals, interim statements and operating reports, initial filing requirements, schedules and statement of financial affairs, lease pleadings, cash collateral pleadings, financing pleadings, and pleadings with respect to the Debtor's use, sale or lease of property outside the ordinary course of business; representing the Debtor with regard to obtaining use of debtor in possession financing and/or cash collateral including, but not limited to, negotiating and seeking Bankruptcy Court approval of any debtor in possession financing and/or cash collateral pleading or stipulation and preparing any pleadings relating to obtaining use of debtor in possession financing and/or cash collateral; assisting the Debtor in the negotiation, formulation, preparation and confirmation of a plan of reorganization and the preparation and approval of a disclosure statement in respect of the plan; and performing any other services which may be appropriate in LNBYG's representation of the Debtor during its bankruptcy case.**
7. By agreement with the debtor(s), the above-disclosed fee does not include the following service:
- Matters which are outside of LNBYG's specialization**

In re **TTCF-NM Holdings Inc., a Delaware corporation**
Debtor(s)

Case No. **2:23-bk-14160-SK**

DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR(S)
(Continuation Sheet)

CERTIFICATION

I certify that the foregoing is a complete statement of any agreement or arrangement for payment to me for representation of the debtor(s) in this bankruptcy proceeding.

July 28, 2023

Date

/s/ David L. Neale

David L. Neale 141225

Signature of Attorney

Levene, Neale, Bender, Yoo & Golubchik L.L.P

2818 La Cienega Avenue

Los Angeles, CA 90034

(310) 229-1234

dln@lnbyg.com

Name of law firm

[1] During the one-year period prior to the Petition Date, the following entities, all of which are debtors in possession in jointly administered Chapter 11 cases under lead case number 2:23-bk-14154-SK (collectively, the "Debtors"), paid the total sum of \$250,000.00 to Levene, Neale, Bender, Yoo & Golubchik L.L.P ("LNBYG"), which constituted a pre-bankruptcy retainer for legal services in contemplation of and in connection with the Debtors' Chapter 11 cases (collectively, the "Retainer"):

DEBTOR	CASE
ITTELLA INTERNATIONAL LLC, a California limited liability company	2:23-bk-14154-SK
ITTELLA'S CHEF, LLC, a California limited liability company	2:23-bk-14159-SK
TATTOOED CHEF, INC., a Delaware corporation	2:23-bk-14161-SK
MYJOJO, INC., a Delaware corporation	2:23-bk-14157-SK
NEW MEXICO FOOD DISTRIBUTORS, INC., a New Mexico corporation	2:23-bk-14156-SK
KARSTEN TORTILLA FACTORY, LLC, a New Mexico limited liability company	2:23-bk-14158-SK
BCI ACQUISITION, INC., a Delaware corporation	2:23-bk-14155-SK
TTCF-NM HOLDINGS INC., a New Mexico corporation	2:23-bk-14160-SK

LNBYG allocated \$75,000 of the Retainer to Ittella International LLC, the principal operating company among the Debtors, and allocated \$25,000 of the Retainer to each of the other Debtors. LNBYG was advised by the Debtors that the source of payment of the Retainer was from the Debtors' funds.

Subject to Court approval, LNBYG shall be paid unpaid fees and expenses in excess of the Retainer from the Debtors, the Debtors' estates, or third-party sources.